Form **990-PF**

Department of the Treasury
Internal Revenue Service

# Return of Private Foundation
**or Section 4947(a)(1) Nonexempt Charitable Trust Treated as a Private Foundation**

**Note.** The foundation may be able to use a copy of this return to satisfy state reporting requirements

OMB No 1545-0052

**2011**

**For calendar year 2011 or tax year beginning , 2011, and ending , 20**

Name of foundation THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 1035005411

**A** Employer identification number 38-6055168

Number and street (or P O box number if mail is not delivered to street address) 38505 WOODWARD AVE SUITE 1300 Room/suite

**B** Telephone number (see instructions) (248) 988-8772

City or town, state, and ZIP code BLOOMFIELD HILLS, MI 48304

**C** If exemption application is pending, check here ▶ [ ]

**G** Check all that apply [ ] Initial return [ ] Initial return of a former public charity [ ] Final return [ ] Amended return [ ] Address change [ ] Name change

**D** 1 Foreign organizations check here ▶ [ ]
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ [ ]

**H** Check type of organization [X] Section 501(c)(3) exempt private foundation [ ] Section 4947(a)(1) nonexempt charitable trust [ ] Other taxable private foundation

**E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ [ ]

**I** Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 2,761,037.

**J** Accounting method [ ] Cash [X] Accrual [ ] Other (specify) ________ *(Part I, column (d) must be on cash basis )*

**F** If the foundation is in a 60-month termination under section 507(b)(1)(B) check here ▶ [ ]

**Part I** **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )*

| | | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---|---|---|---|---|---|
| **Revenue** 1 | Contributions, gifts, grants, etc , received (attach schedule) | 36,500. | | | |
| 2 | Check ▶ [ ] if the foundation is **not** required to attach Sch B | | | | |
| 3 | Interest on savings and temporary cash investments | 26,261. | 26,261. | | |
| 4 | Dividends and interest from securities | 49,598. | 44,991. | | |
| 5a | Gross rents | | | | |
| b | Net rental income or (loss) | | | | |
| 6a | Net gain or (loss) from sale of assets not on line 10 | 76,032. | | | |
| b | Gross sales price for all assets on line 6a 753,025. | | | | |
| 7 | Capital gain net income (from Part IV, line 2) | | 76,032. | | |
| 8 | Net short-term capital gain | | | | |
| 9 | Income modifications | | | | |
| 10a | Gross sales less returns and allowances | | | | |
| b | Less Cost of goods sold | | | | |
| c | Gross profit or (loss) (attach schedule) | | | | |
| 11 | Other income (attach schedule) | 162. | 11. | | |
| 12 | **Total.** Add lines 1 through 11 | 188,553. | 147,295. | | |
| **Operating and Administrative Expenses** 13 | Compensation of officers, directors, trustees, etc | | | | |
| 14 | Other employee salaries and wages | | | | |
| 15 | Pension plans, employee benefits | | | | |
| 16a | Legal fees (attach schedule) | | | | |
| b | Accounting fees (attach schedule) STMT 1 | 1,700. | NONE | NONE | 1,700. |
| c | Other professional fees (attach schedule) STMT 2 | 25,154. | 25,154. | | |
| 17 | Interest | | | | |
| 18 | Taxes (attach schedule) (see instructions) STMT 3 | 8,725. | 648. | | |
| 19 | Depreciation (attach schedule) and depletion | | | | |
| 20 | Occupancy | | | | |
| 21 | Travel, conferences, and meetings | 11,605. | | | 11,605. |
| 22 | Printing and publications | | | | |
| 23 | Other expenses (attach schedule) STMT 4 | 1,144. | 1,144. | | |
| 24 | **Total operating and administrative expenses.** Add lines 13 through 23 | 48,328. | 26,946. | NONE | 13,305. |
| 25 | Contributions, gifts, grants paid | 118,200. | | | 118,200. |
| 26 | **Total expenses and disbursements** Add lines 24 and 25 | 166,528. | 26,946. | NONE | 131,505. |
| 27 | Subtract line 26 from line 12 | | | | |
| a | **Excess of revenue over expenses and disbursements** | 22,025. | | | |
| b | **Net investment income** (if negative, enter -0-) | | 120,349. | | |
| c | **Adjusted net income** (if negative, enter -0-) | | | | |

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| **Part II** Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions) | | Beginning of year (a) Book Value | End of year (b) Book Value | (c) Fair Market Value |
|---|---|---|---|---|
| Assets | 1 Cash - non-interest-bearing | | | |
| | 2 Savings and temporary cash investments | | 102,632. | 102,632. |
| | 3 Accounts receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) | | | |
| | 7 Other notes and loans receivable (attach schedule) ▶ | | | |
| | Less allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10 a Investments - U S and state government obligations (attach schedule) | | 257,123. | 291,563. |
| | b Investments - corporate stock (attach schedule) | | 611,182. | 842,890. |
| | c Investments - corporate bonds (attach schedule) | | 648,538. | 667,993. |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other (attach schedule) | 2,350,195. | 752,755. | 855,959. |
| | 14 Land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation (attach schedule) ▶ | | | |
| | 15 Other assets (describe ▶ ) | | | |
| | 16 **Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I) | 2,350,195. | 2,372,230. | 2,761,037. |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable (attach schedule) | | | |
| | 22 Other liabilities (describe ▶ ) | | | |
| | 23 **Total liabilities** (add lines 17 through 22) | | | |
| Net Assets or Fund Balances | **Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 Unrestricted | | | |
| | 25 Temporarily restricted | | | |
| | 26 Permanently restricted | | | |
| | **Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ X** | | | |
| | 27 Capital stock, trust principal, or current funds | 2,350,195. | 2,372,230. | |
| | 28 Paid-in or capital surplus, or land, bldg, and equipment fund | | | |
| | 29 Retained earnings, accumulated income, endowment, or other funds | | | |
| | 30 **Total net assets or fund balances** (see instructions) | 2,350,195. | 2,372,230. | |
| | 31 **Total liabilities and net assets/fund balances** (see instructions) | 2,350,195. | 2,372,230. | |

## Part III Analysis of Changes in Net Assets or Fund Balances

| | | | |
|---|---|---|---|
| 1 | Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) | 1 | 2,350,195. |
| 2 | Enter amount from Part I, line 27a | 2 | 22,025. |
| 3 | Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 5 | 3 | 10. |
| 4 | Add lines 1, 2, and 3 | 4 | 2,372,230. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 2,372,230. |

## Part IV Capital Gains and Losses for Tax on Investment Income

| | (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co ) | (b) How acquired P-Purchase D-Donation | (c) Date acquired (mo , day, yr ) | (d) Date sold (mo , day, yr.) |
|---|---|---|---|---|
| 1a | PUBLICLY TRADED SECURITIES | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | 746,976. | | 676,993. | 69,983. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

| | (i) F M V as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col (i) over col (j), if any | (l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col (h)) |
|---|---|---|---|---|
| a | | | | 69,983. |
| b | | | | |
| c | | | | |
| d | | | | |
| e | | | | |

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 76,032.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . **3**

## Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries.

| (a) Base period years Calendar year (or tax year beginning in) | (b) Adjusted qualifying distributions | (c) Net value of noncharitable-use assets | (d) Distribution ratio (col (b) divided by col (c)) |
|---|---|---|---|
| 2010 | 142,170. | 2,647,631. | 0.053697 |
| 2009 | 162,599. | 2,442,917. | 0.066559 |
| 2008 | 181,841. | 2,755,288. | 0.065997 |
| 2007 | 172,189. | 3,044,106. | 0.056565 |
| 2006 | 165,693. | 3,076,601. | 0.053856 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | 0.296674 |
| 3 | Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years | 3 | 0.059335 |
| 4 | Enter the net value of noncharitable-use assets for 2011 from Part X, line 5 | 4 | 2,782,085. |
| 5 | Multiply line 4 by line 3 | 5 | 165,075. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 1,203. |
| 7 | Add lines 5 and 6 | 7 | 166,278. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 131,505. |

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

## Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

| | | | |
|---|---|---|---|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 . . . Date of ruling or determination letter ________ (attach copy of letter if necessary - see instructions) | | |
| b | Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b | 1 | 2,407. |
| c | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b). | | |
| 2 | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) | 2 | |
| 3 | Add lines 1 and 2 | 3 | 2,407. |
| 4 | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) | 4 | NONE |
| 5 | **Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0- | 5 | 2,407. |
| 6 | Credits/Payments | | |
| a | 2011 estimated tax payments and 2010 overpayment credited to 2011 — 6a: 4,040. | | |
| b | Exempt foreign organizations - tax withheld at source — 6b: NONE | | |
| c | Tax paid with application for extension of time to file (Form 8868) — 6c: NONE | | |
| d | Backup withholding erroneously withheld — 6d: | | |
| 7 | Total credits and payments Add lines 6a through 6d | 7 | 4,040. |
| 8 | Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached | 8 | |
| 9 | **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶ | 9 | |
| 10 | **Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶ | 10 | 1,633. |
| 11 | Enter the amount of line 10 to be **Credited to 2012 estimated tax** ▶ 1,633. **Refunded** ▶ | 11 | |

## Part VII-A Statements Regarding Activities

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? | 1a | | X |
| b | Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? | 1b | | X |
| | *If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities* | | | |
| c | Did the foundation file **Form 1120-POL** for this year? | 1c | | X |
| d | Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______ | | | |
| e | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______ | | | |
| 2 | Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities* | 2 | | X |
| 3 | Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes* | 3 | | X |
| 4a | Did the foundation have unrelated business gross income of $1,000 or more during the year? | 4a | | X |
| b | If "Yes," has it filed a tax return on **Form 990-T** for this year? | 4b | | |
| 5 | Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T* | 5 | | X |
| 6 | Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? | 6 | X | |
| 7 | Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV* | 7 | X | |
| 8a | Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ______ | | | |
| b | If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation* STMT 6 | 8b | | X |
| 9 | Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2011 or the taxable year beginning in 2011 (see instructions for Part XIV)? *If "Yes," complete Part XIV* | 9 | | X |
| 10 | Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses* | 10 | | X |

## Part VII-A Statements Regarding Activities *(continued)*

| | | | Yes | No |
|---|---|---|---|---|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) | 11 | | X |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) | 12 | | X |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? | 13 | X | |

Website address ▶ N/A

14 The books are in care of ▶ SEE STATEMENT 7 Telephone no ▶

Located at ▶ ZIP + 4 ▶

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

| | | | Yes | No |
|---|---|---|---|---|
| 16 | At any time during calendar year 2011, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? | 16 | | |
| | See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | | | |

## Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

| | | | Yes | No |
|---|---|---|---|---|
| 1a | During the year did the foundation (either directly or indirectly) | | | |
| | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No | | | |
| | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No | | | |
| | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No | | | |
| | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No | | | |
| | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No | | | |
| | (6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No | | | |
| b | If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? | 1b | | |
| | Organizations relying on a current notice regarding disaster assistance check here ▶ ☐ | | | |
| c | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2011? | 1c | | X |
| 2 | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)) | | | |
| a | At the end of tax year 2011, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2011? ☐ Yes ☒ No | | | |
| | If "Yes," list the years ▶ ____, ____, ____, ____ | | | |
| b | Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) | 2b | | X |
| c | If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____ | | | |
| 3a | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No | | | |
| b | If "Yes," did it have excess business holdings in 2011 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2011.)* | 3b | | |
| 4a | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? | 4a | | X |
| b | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2011? | 4b | | X |

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** *(continued)*

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

*If "Yes," attach the statement required by Regulations section 53 4945-5(d)*

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No: X

*If "Yes" to 6b, file Form 8870*

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| SEE STATEMENT 8 | | -0- | -0- | -0- |
| | | | | |
| | | | | |
| | | | | |

**2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE."**

| (a) Name and address of each employee paid more than $50,000 | (b) Title, and average hours per week devoted to position | (c) Compensation | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| NONE | | NONE | NONE | NONE |
| | | | | |
| | | | | |
| | | | | |
| | | | | |

**Total** number of other employees paid over $50,000 ▶ NONE

**Part VIII** **Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

**3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

| (a) Name and address of each person paid more than $50,000 | (b) Type of service | (c) Compensation |
|---|---|---|
| NONE | | NONE |
| | | |
| | | |
| | | |
| | | |
| **Total** number of others receiving over $50,000 for professional services ▶ | | NONE |

**Part IX-A** **Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc | Expenses |
|---|---|
| 1 NONE | |
| 2 | |
| 3 | |
| 4 | |

**Part IX-B** **Summary of Program-Related Investments** (see instructions)

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|---|---|
| 1 NONE | |
| 2 | |
| All other program-related investments See instructions<br>3 NONE | |
| **Total.** Add lines 1 through 3 ▶ | |

**Part X** **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

| | | | |
|---|---|---|---|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes: | | |
| a | Average monthly fair market value of securities | 1a | 2,824,452. |
| b | Average of monthly cash balances | 1b | NONE |
| c | Fair market value of all other assets (see instructions) | 1c | NONE |
| d | **Total** (add lines 1a, b, and c) | 1d | 2,824,452. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e | | |
| 2 | Acquisition indebtedness applicable to line 1 assets | 2 | NONE |
| 3 | Subtract line 2 from line 1d | 3 | 2,824,452. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | 4 | 42,367. |
| 5 | **Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4 | 5 | 2,782,085. |
| 6 | **Minimum investment return.** Enter 5% of line 5 | 6 | 139,104. |

**Part XI** **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part.)

| | | | | | |
|---|---|---|---|---|---|
| 1 | Minimum investment return from Part X, line 6 | | | 1 | 139,104. |
| 2a | Tax on investment income for 2011 from Part VI, line 5 | 2a | 2,407. | | |
| b | Income tax for 2011. (This does not include the tax from Part VI.) | 2b | | | |
| c | Add lines 2a and 2b | | | 2c | 2,407. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | | 3 | 136,697. |
| 4 | Recoveries of amounts treated as qualifying distributions | | | 4 | NONE |
| 5 | Add lines 3 and 4 | | | 5 | 136,697. |
| 6 | Deduction from distributable amount (see instructions) | | | 6 | NONE |
| 7 | **Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | | | 7 | 136,697. |

**Part XII** **Qualifying Distributions** (see instructions)

| | | | |
|---|---|---|---|
| 1 | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes: | | |
| a | Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 | 1a | 131,505. |
| b | Program-related investments - total from Part IX-B | 1b | |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes | 2 | NONE |
| 3 | Amounts set aside for specific charitable projects that satisfy the | | |
| a | Suitability test (prior IRS approval required) | 3a | NONE |
| b | Cash distribution test (attach the required schedule) | 3b | NONE |
| 4 | **Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 | 4 | 131,505. |
| 5 | Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions) | 5 | N/A |
| 6 | **Adjusted qualifying distributions.** Subtract line 5 from line 4 | 6 | 131,505. |

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

## Part XIII Undistributed Income (see instructions)

| | | (a) Corpus | (b) Years prior to 2010 | (c) 2010 | (d) 2011 |
|---|---|---|---|---|---|
| 1 | Distributable amount for 2011 from Part XI, line 7 | | | | 136,697. |
| 2 | Undistributed income, if any, as of the end of 2011 | | | | |
| a | Enter amount for 2010 only | | | NONE | |
| b | Total for prior years 20 09 ,20 ___ ,20 ___ | | NONE | | |
| 3 | Excess distributions carryover, if any, to 2011 | | | | |
| a | From 2006 . . . . . . 14,265. | | | | |
| b | From 2007 . . . . . . 25,245. | | | | |
| c | From 2008 . . . . . . 45,255. | | | | |
| d | From 2009 . . . . . . 41,655. | | | | |
| e | From 2010 . . . . . . 13,827. | | | | |
| f | **Total** of lines 3a through e | 140,247. | | | |
| 4 | Qualifying distributions for 2011 from Part XII, line 4 ▶ $ 131,505. | | | | |
| a | Applied to 2010, but not more than line 2a | | | NONE | |
| b | Applied to undistributed income of prior years (Election required - see instructions) | | NONE | | |
| c | Treated as distributions out of corpus (Election required - see instructions) | NONE | | | |
| d | Applied to 2011 distributable amount | | | | 131,505. |
| e | Remaining amount distributed out of corpus | NONE | | | |
| 5 | Excess distributions carryover applied to 2011. *(If an amount appears in column (d), the same amount must be shown in column (a).)* | 5,192. | | | 5,192. |
| 6 | **Enter the net total of each column as indicated below:** | | | | |
| a | Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 | 135,055. | | | |
| b | Prior years' undistributed income. Subtract line 4b from line 2b | | NONE | | |
| c | Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed | | NONE | | |
| d | Subtract line 6c from line 6b. Taxable amount - see instructions | | NONE | | |
| e | Undistributed income for 2010. Subtract line 4a from line 2a Taxable amount - see instructions | | | NONE | |
| f | Undistributed income for 2011 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2012 | | | | |
| 7 | Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) | NONE | | | |
| 8 | Excess distributions carryover from 2006 not applied on line 5 or line 7 (see instructions) | 9,073. | | | |
| 9 | **Excess distributions carryover to 2012.** Subtract lines 7 and 8 from line 6a | 125,982. | | | |
| 10 | Analysis of line 9 | | | | |
| a | Excess from 2007 . . . 25,245. | | | | |
| b | Excess from 2008 . . . 45,255. | | | | |
| c | Excess from 2009 . . . 41,655. | | | | |
| d | Excess from 2010 . . . 13,827. | | | | |
| e | Excess from 2011 . . . | | | | |

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2011, enter the date of the ruling . . . . . . . . . . . . . ▶

b Check box to indicate whether the foundation is a private operating foundation described in section [ ] 4942(j)(3) or [ ] 4942(j)(5)

| | Tax year | Prior 3 years | | | (e) Total |
|---|---|---|---|---|---|
| | (a) 2011 | (b) 2010 | (c) 2009 | (d) 2008 | |
| 2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c | | | | | |
| 3 Complete 3a, b, or c for the alternative test relied upon | | | | | |
| a "Assets" alternative test - enter | | | | | |
| (1) Value of all assets | | | | | |
| (2) Value of assets qualifying under section 4942(j)(3)(B)(i) | | | | | |
| b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed | | | | | |
| c "Support" alternative test - enter | | | | | |
| (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) | | | | | |
| (2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii) | | | | | |
| (3) Largest amount of support from an exempt organization | | | | | |
| (4) Gross investment income | | | | | |

**Part XV Supplementary Information (Complete this part only if the foundation had $5,000 or more in assets at any time during the year - see instructions.)**

1 **Information Regarding Foundation Managers:**

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000). (See section 507(d)(2).)

NONE

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ▶ [ ] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed.

N/A

b The form in which applications should be submitted and information and materials they should include

N/A

c Any submission deadlines

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors

N/A

**Part XV Supplementary Information** (continued)

**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business) | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount |
|---|---|---|---|---|
| **a** *Paid during the year* | | | | |
| SEE STATEMENT 14 | | | | |
| **Total** . . . . . . ▶ **3a** | | | | 118,200. |
| **b** *Approved for future payment* | | | | |
| **Total** . . . . . . ▶ **3b** | | | | |

**Part XVI-A Analysis of Income-Producing Activities**

| Enter gross amounts unless otherwise indicated | Unrelated business income | | Excluded by section 512, 513, or 514 | | (e) Related or exempt function income (See instructions.) |
|---|---|---|---|---|---|
| | (a) Business code | (b) Amount | (c) Exclusion code | (d) Amount | |
| 1 Program service revenue | | | | | |
| a | | | | | |
| b | | | | | |
| c | | | | | |
| d | | | | | |
| e | | | | | |
| f | | | | | |
| g Fees and contracts from government agencies | | | | | |
| 2 Membership dues and assessments | | | | | |
| 3 Interest on savings and temporary cash investments | | | 14 | 26,261. | |
| 4 Dividends and interest from securities | | | 14 | 49,598. | |
| 5 Net rental income or (loss) from real estate | | | | | |
| a Debt-financed property | | | | | |
| b Not debt-financed property | | | | | |
| 6 Net rental income or (loss) from personal property | | | | | |
| 7 Other investment income | | | | | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 76,032. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue a | | | | | |
| b FEDERAL TAX REFUND | | | 14 | 151. | |
| c FEE REIMBURSEMENT | | | 14 | 11. | |
| d | | | | | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | | | 152,053. | |

**13 Total** Add line 12, columns (b), (d), and (e) . . . 13 152,053.

(See worksheet in line 13 instructions to verify calculations.)

**Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes**

| Line No. ▼ | Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.) |
|---|---|
| 11 | |

## Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

| | | | Yes | No |
|---|---|---|---|---|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | | |
| | (1) Cash | 1a(1) | | X |
| | (2) Other assets | 1a(2) | | X |
| b | Other transactions: | | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | | X |
| | (4) Reimbursement arrangements | 1b(4) | | X |
| | (5) Loans or loan guarantees | 1b(5) | | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | | X |

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

| (a) Line no | (b) Amount involved | (c) Name of noncharitable exempt organization | (d) Description of transfers, transactions, and sharing arrangements |
|---|---|---|---|
| | | | |

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? N/A ☐ Yes ☐ No

b If "Yes," complete the following schedule.

| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|---|---|---|
| | | |

**Sign Here**

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: [signature] Date: 7-10-12 Title: President

May the IRS discuss this return with the preparer shown below (see instructions)? [X] Yes ☐ No

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| WESLEY HIRSCHBERG | [signature] | 05/14/2012 | | P00162244 |

Firm's name ▶ THOMSON REUTERS (TAX & ACCOUNTING) Firm's EIN ▶ 75-1297386

Firm's address ▶ ONE NORTH DEARBORN ST., 5TH FLOOR CHICAGO, IL 60602 Phone no 312-873-6900

**Schedule B**
**(Form 990, 990-EZ, or 990-PF)**
Department of the Treasury
Internal Revenue Service

# Schedule of Contributors

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

OMB No 1545-0047

**2011**

| **Name of the organization** | **Employer identification number** |
|---|---|
| THE HOLLEY FOUNDATION C/O THE PRIVATE BANK | 38-6055168 |

**Organization type** (check one):

| **Filers of:** | **Section:** |
|---|---|
| Form 990 or 990-EZ | ☐ 501(c)( ) (enter number) organization |
| | ☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation |
| | ☐ 527 political organization |
| Form 990-PF | ☒ 501(c)(3) exempt private foundation |
| | ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation |
| | ☐ 501(c)(3) taxable private foundation |

Check if your organization is covered by the **General Rule** or a **Special Rule.**
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

**General Rule**

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

**Special Rules**

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of $5,000 or more during the year . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . . ▶ $ ____________

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on Part **I**, line 2, of its Form 990-PF, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

| Name of organization | Employer identification number |
| --- | --- |
| THE HOLLEY FOUNDATION C/O THE PRIVATE BANK | 38-6055168 |

**Part I** **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a) No. | (b) Name, address, and ZIP + 4 | (c) Total contributions | (d) Type of contribution |
| --- | --- | --- | --- |
| 1 | DAVID V UIHLEIN FOUNDATION<br>735 N WATER ST STE 712<br>MILWAUKEE, WI 53202-4104 | $ 25,000. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| 2 | MARGERY UIHLEIN<br>1210 W ESTATES DR N124<br>MEQUON, WI 53092 | $ 10,000. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| 3 | ANONYMOUS DONORS | $ 1,500. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II if there is a noncash contribution.) |

## FORM 990PF, PART I - ACCOUNTING FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME | ADJUSTED NET INCOME | CHARITABLE PURPOSES |
|---|---|---|---|---|
| TAX PREPARATION FEE (NON-ALLOC | 1,700. | | | 1,700. |
| TOTALS | 1,700. | NONE | NONE | 1,700. |

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| OTHER ALLOCABLE EXPENSES - 2% | 17,973. | 17,973. |
| INVESTMENT MGMT FEES-SUBJECT T | 7,181. | 7,181. |
| TOTALS | 25,154. | 25,154. |

## FORM 990PF, PART I - TAXES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| FOREIGN TAXES | 392. | 392. |
| FEDERAL TAX PAYMENT - PRIOR YE | 4,037. | |
| FEDERAL ESTIMATES - PRINCIPAL | 4,040. | |
| FOREIGN TAXES ON QUALIFIED FOR | 210. | 210. |
| FOREIGN TAXES ON NONQUALIFIED | 46. | 46. |
| TOTALS | 8,725. | 648. |

## FORM 990PF, PART I - OTHER EXPENSES

| DESCRIPTION | REVENUE AND EXPENSES PER BOOKS | NET INVESTMENT INCOME |
|---|---|---|
| OTHER NON-ALLOCABLE EXPENSE - | 1,144. | 1,144. |
| TOTALS | 1,144. | 1,144. |

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| DESCRIPTION | AMOUNT |
|---|---|
| ROUNDING | 10. |
| TOTAL | 10. |

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.
=====================================================================

MICHIGAN DOES NOT REQUIRE REGISTRATION IF DONATIONS ARE NOT SOLICITED FROM THE GENERAL PUBLIC

FORM 990PF, PART VII-A, LINE 14 - BOOKS ARE IN THE CARE OF
==============================================================

NAME: THE PRIVATE BANK - TRUST DEPT

ADDRESS: 38505 WOODWARD AVE SUITE 1300
BLOOMFIELD HILLS, MI 48304

TELEPHONE NUMBER: (248)988-8772

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
MARGARET E. HOLLEY
ADDRESS:
P.O. BOX 1421
CAREFREE, AZ 85377
TITLE:
PRESIDENT
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
REV. GEORGE M. HOLLEY
ADDRESS:
1846 HEYDON CT.
HENDERSON, NV 89014
TITLE:
VP-CHAIR OF PROGRAM
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
GREGG KUEHN
ADDRESS:
1756 12TH AVE.
GRAFTON, WI 53024
TITLE:
SECRETARY
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
JACK KUEHN
ADDRESS:
5565 BRADY LANE
LOLO, MT 59847
TITLE:
TREAS. & CHAIR FIN.
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BARBARA K. FRANK
ADDRESS:
10632 HIDDEN RESERVE CIRCLE
MEQUON, WI 53092
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
JOHN C. HOLLEY, JR
ADDRESS:
31447 SW COUNTRY VIEW LANE
WILSONVILLE, OR 97070
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
STEPHEN C. R. HOLLEY, JR
ADDRESS:
50 RIVER OAKS LANE
BASALT, CO 81621
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
LYNN KRUGMAN
ADDRESS:
19 SCOTTSDALE CT
LUTHERVILLE, MD 21093
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
DAANE DEVRIES
ADDRESS:
4335 NORTH 78TH ST. APT C 203
SCOTTSDALE, AZ 85251
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
EDWARD J. (CHIP) MILLER
ADDRESS:
278 KENWOOD COURT
GROSSE POINTE FARMS, MI 48236
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

OFFICER NAME:
ALFRED FISHER
ADDRESS:
681 LAKESHORE
GROSS POINTE SHORES, MS 48236
TITLE:
TRUSTEE EMERITUS

OFFICER NAME:
MARGERY H. UIHLEIN
ADDRESS:
268 GREEN BAY ROAD
CEDARBURG, WI 53012
TITLE:
TRUSTEE EMERITUS
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 10

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
DETROIT INVESTMENT FUND
ADDRESS:
600 RENAISSANCE CENTER SUITE 1710
DETROIT, MI 48243
TITLE:
INVESTMENT ADVISORS

RECIPIENT NAME:
GLEANERS COMMUNITY FOOD BANK
OF SOUTHEASTERN MICHIGAN
ADDRESS:
2131 BEAUFAIT
DETROIT, MI 48207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SUPPORT KIDSNACK PROGRAM IN SEVILLAGE SCHLS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 10,000.

RECIPIENT NAME:
STUDENT MENTOR PARTNERS
ADDRESS:
22777 HARPER AVE
ST CLAIRE SHORES, MI 48080
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SERVICES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 16,000.

RECIPIENT NAME:
PROJECT SEED
ATTN:DAN MULLIGAN
ADDRESS:
2111 WOODWARD AVE.
DETROIT, MI 48201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR 5+1 SERVICES TO SEVILLAGE SCHOOLS
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 21,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
ADULT WELL-BEING SERVICE
ATTN:KAREN SCHROCK EX DI
ADDRESS:
1423 FIELD AVE.
DETROIT, MI 48214
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANDPARENTS RAISING GRANDKIDS SUPPORT PROGRM
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 10,000.

RECIPIENT NAME:
JEFFERSON AVE. PRESBYTERIAN
ADDRESS:
8625 E. JEFFERSON AVE
DETROIT, MI 48214
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GRANT FOR TUTORING TREE
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 27,000.

RECIPIENT NAME:
COMMUNITY FOUNDATION FOR
SOUTHEASTERN MICHIGAN
ADDRESS:
333 WEST FORT ST
DETROIT, MI 48226-3134
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SERVICES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID .......................................... 1,000.

FORM 990PF, PART XV, LINE 3 - CONTRIBUTIONS, GIFTS, GRANTS PAID
==============================================================

RECIPIENT NAME:
INSIDEOUT LITERARY ARTS PROJECT
ADDRESS:
2111 WOODWARD AVE
DETROIT, MI 48201
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SERVICES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 20,000.

RECIPIENT NAME:
ADIRONDACK EXPERIENCE
ADDRESS:
162 ADIRONDACK LOJ RD
LAKE PLACID, NY 12946
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SERVICES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 3,200.

RECIPIENT NAME:
COVENANT HOUSE MICHIGAN
ADDRESS:
2959 MARTIN LUTHER KING JR BLVD
DETROIT, MI 48208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
PROGRAM SERVICES
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID ........................................... 10,000.

TOTAL GRANTS PAID: 118,200.
===============

HOLLEY FOUNDATION ASSETS 12 31 2011
PART II BALANCE SHEETS

| FORM 990-PF | | EIN | 38-6055168 |
|---|---|---|---|
| | | | |
| **line 2 Savings and temporary cash investments** | | | |
| **CUSIP/ Description** | **Units** | **(b) Book Value** | **.(c) Market Value** |
| WMMA00993 PVTB WEALTHMGMT MM 1 | 102632 4 | $102,632 35 | $102,632.35 |
| | | | |
| **line 10a Investments - US and state government obligations** | | | |
| **CUSIP/ Description** | **Units** | **(b) Book Value** | **.(c) Market Value** |
| 31331YYT1 FEDERAL FARM CREDIT BANK 4 15% 03/25/2015 | 50000 | $49,116.93 | $55,418.00 |
| 880591DS8 TENN VALLEY AUTHORITY 4.875% 12/15/2016 | 50000 | $51,964.48 | $58,727.00 |
| 912828FY1 US TREASURY NOTE 4 625% 11/15/2016 | 50000 | $51,796.61 | $59,047.00 |
| 912828HA1 US TREASURY NOTE 4.75% 08/15/2017 | 50000 | $51,910.29 | $60,203.00 |
| 912828JR2 US TREASURY NOTES 3.75% 11/15/2018 | 50000 | $52,334.45 | $58,168.00 |
| | | **$257,122.76** | **$291,563.00** |
| | | | |

| line 10b Investments - corporate stock | | | |
|---|---|---|---|
| **CUSIP/ Description** | **Units** | **(b) Book Value** | **.(c) Market Value** |
| 009363102 AIRGAS INC COM | 200 | $13,686.54 | $15,616.00 |
| 037833100 APPLE INC | 35 | $3,240.58 | $14,175.00 |
| 143130102 CARMAX INC | 350 | $3,315.06 | $10,668 00 |
| 252131107 DEXCOM INC | 700 | $5,639.41 | $6,517 00 |
| 268648102 EMC CORP. MASS | 700 | $12,974.00 | $15,078.00 |
| 278642103 EBAY INC | 650 | $14,799.01 | $19,715.00 |
| 278865100 ECOLAB INC | 197 | $4,657 13 | $11,389.00 |
| 302182100 EXPRESS SCRIPTS INC CL A | 275 | $14,508.04 | $12,290.00 |
| 30231G102 EXXON MOBIL CORP | 200 | $13,442.80 | $16,952.00 |
| 311900104 FASTENAL | 600 | $10,534.64 | $26,166.00 |
| 371901109 GENTEX CORP | 475 | $11,697.12 | $14,055.00 |
| 375558103 GILEAD SCIENCES INC | 300 | $11,315.40 | $12,279.00 |
| 412822108 HARLEY DAVIDSON INC. | 225 | $8,576.18 | $8,746.00 |
| 452327109 ILLUMINA INC | 150 | $4,533.11 | $4,572.00 |
| 45865V100 INTERCONTINENTALEXCHANGE INC | 100 | $8,218.32 | $12,055.00 |
| 46120E602 INTUITIVE SURGICAL INC | 50 | $5,355.79 | $23,151.00 |
| 478160104 JOHNSON & JOHNSON | 250 | $15,584.98 | $16,395.00 |
| 478366107 JOHNSON CONTROLS INC | 250 | $2,840 47 | $7,815.00 |
| 501889208 LKQ CORP | 500 | $10,342.20 | $15,040.00 |
| 580135101 MC DONALDS CORP | 250 | $14,755 80 | $25,083.00 |
| 585055106 MEDTRONIC INC | 360 | $12,970.05 | $13,770 00 |
| 594918104 MICROSOFT CORP | 1000 | $20,906 25 | $25,960 00 |
| 67072V103 NXSTAGE MEDICAL INC | 650 | $13,490 42 | $11,557.00 |
| 674599105 OCCIDENTAL PETROLEUM CORPORATION | 120 | $12,497 04 | $11,244.00 |
| 713448108 PEPSICO INC. | 275 | $18,507.28 | $18,246.00 |
| 73179V103 POLYPORE INTL INC | 300 | $5,066.94 | $13,197 00 |
| 73640Q105 PORTFOLIO RECOVERY ASSOCIATES INC | 250 | $5,852.87 | $16,880.00 |
| 740189105 PRECISION CASTPARTS CORP | 95 | $15,081.67 | $15,655 00 |
| 742718109 PROCTER & GAMBLE CO | 300 | $18,468.26 | $20,013 00 |
| 761152107 RESMED INC | 500 | $7,840.00 | $12,700.00 |
| 767744105 RITCHIE BROS AUCTIONEERS INC | 375 | $6,983.62 | $8,280 00 |
| 776696106 ROPER INDS INC NEW | 150 | $5,803 92 | $13,031 00 |
| 79466L302 SALESFORCE COM INC | 100 | $3,079.12 | $10,146.00 |
| 806857108 SCHLUMBERGER LTD | 250 | $16,442.50 | $17,078.00 |
| 826919102 SILICON LABORATORIES INC | 450 | $20,247.47 | $19,539 00 |
| 855244109 STARBUCKS CORP | 500 | $4,473.20 | $23,005.00 |
| 858912108 STERICYCLE INC | 250 | $9,519 23 | $19,480.00 |
| 863667101 STRYKER CORP | 100 | $4,802.66 | $4,971.00 |
| 867224107 SUNCOR ENERGY INC | 500 | $16,363.34 | $14,415 00 |
| 893641100 TRANSDIGM GROUP INC | 275 | $13,600.68 | $26,312 00 |
| 896215209 TRIMAS CORP | 1025 | $17,068.97 | $18,399.00 |
| 90385D107 ULTIMATE SOFTWARE GROUP INC | 400 | $5,596.84 | $26,048.00 |
| 911312106 UNITED PARCEL SERVICE INC | 300 | $15,837.00 | $21,957.00 |
| G3922B107 GENPACT LTD | 1000 | $13,880.00 | $14,950.00 |
| N87237108 TORNIER NV | 475 | $10,175.30 | $8,550 00 |
| 000375204 ABB LTD SPONSORED ADR | 170 | $3,833 50 | $3,201.00 |
| 052528304 AUST & NZ BANKING GROUP LTD | 180 | $3,823.72 | $3,788 00 |
| 052800109 AUTOLIV INC | 40 | $2,111.09 | $2,140.00 |
| 055434203 BG GROUP | 35 | $2,773.61 | $3,744 00 |
| 088606108 BHP BILLITON LTD ADR | 60 | $1,582 20 | $4,238.00 |
| 110448107 BRITISH AMERICAN TOBACCO PLC SPONSORED ADR | 75 | $5,375.16 | $7,116.00 |
| 126132109 CNOOC LTD-ARD | 25 | $2,644.75 | $4,367.00 |

| | | | |
|---|---|---|---|
| 136375102 CANADIAN NATIONAL RY CO | 55 | $3,113.66 | $4,321.00 |
| 136385101 CANADIAN NATURAL RESOURCES LTD | 130 | $3,869.14 | $4,858 00 |
| 167250109 CHICAGO BRIDGE & IRON CO N V | 115 | $4,669.93 | $4,347.00 |
| 16945R104 CHINA UNICOM ADR | 250 | $3,320.89 | $5,283.00 |
| 23304Y100 DBS GROUP HLTGS LTD SPONS ADR | 100 | $3,806.36 | $3,554.00 |
| 23636T100 DANONE | 345 | $6,137.55 | $4,350 00 |
| 25243Q205 DIAGEO PLC NEW ADR | 75 | $4,506.75 | $6,557 00 |
| 29358Q109 ENSCO INTL ADR | 75 | $3,770.66 | $3,519.00 |
| 358029106 FRESENIUS MEDICAL CARE-ADR | 105 | $5,089.63 | $7,138.00 |
| 433578507 HITACHI LTD. | 75 | $4,102.01 | $3,911 00 |
| 448415208 HUTCHINSON WHAMPOA ADR | 212 | $4,677.43 | $3,551.00 |
| 502441306 LVMH MOET HENNESSY ADR | 140 | $2,997.78 | $3,976.00 |
| 636274300 NATIONAL GRID PLC ADR | 80 | $3,988.74 | $3,878.00 |
| 641069406 NESTLE SA (REPRESENT. REGIST. SHS) ADR | 85 | $2,303 50 | $4,909.00 |
| 654744408 NISSAN MOTOR CO LTD ADR | 220 | $4,152.73 | $3,957.00 |
| 66987V109 NOVARTIS AG SPONSORED ADR | 60 | $2,918.40 | $3,430.00 |
| 670100205 NOVO NORDISK A/S ADR | 55 | $2,126.01 | $6,339.00 |
| 73755L107 POTASH CORP | 90 | $2,991.07 | $3,715 00 |
| 803054204 SAP AG | 65 | $3,951.36 | $3,442.00 |
| 87160A100 SYNGENTA AG SPONSORED ADR | 85 | $1,779.05 | $5,010 00 |
| 881624209 TEVA PHARMACEUTICAL INDS LTD ADR | 70 | $3,707 09 | $2,825 00 |
| 891160509 TORONTO-DOMINION BANK | 60 | $2,360.93 | $4,489.00 |
| 904767704 UNILEVER PLC SPONSORED NEW ADR | 130 | $4,038 19 | $4,358.00 |
| 911271302 UNITED OVERSEAS BANK LTD ADR | 145 | $4,998.14 | $3,415.00 |
| 92857W209 VODAFONE GROUP PLC ADR | 175 | $4,532 78 | $4,905.00 |
| 961214301 WESTPAC BANKING CORP SP ADR | 35 | $1,975.21 | $3,584.00 |
| 984851204 YARA INTERNATIONAL ASA | 85 | $4,268.65 | $3,418.00 |
| H0023R105 ACE LTD | 60 | $4,312 69 | $4,207.00 |
| | | **$611,181.57** | **$842,980.00** |
| | | | |

| line 10c Investments - corporate bonds | | | |
|---|---|---|---|
| **CUSIP/ Description** | **Units** | **(b) Book Value** | **.(c) Market Value** |
| 054937AG2 BB&T CORP 4.9% 06/30/2017 | 20000 | $18,713.97 | $21,286.00 |
| 172967EZ0 CITIGROUP INC 5.5% 10/15/2014 | 20000 | $21,315.09 | $20,561 00 |
| 260003AH1 DOVER CORP 5.45% 03/15/2018 | 20000 | $22,017.68 | $23,526 00 |
| 3134G2F64 FREDDIE MAC 1.5% 09/21/2016-2012 | 50000 | $50,000.00 | $50,142.00 |
| 369550AM0 GENERAL DYNAMICS CORP 5.375% 08/15/2015 | 60000 | $61,624.83 | $68,585.00 |
| 373334JM4 GEORGIA PWR COMPANY 6% 11/01/2013 | 20000 | $21,806.04 | $21,842 00 |
| 428236AG8 HEWLETT PACKARD CO 6 5% 07/01/2012 | 50000 | $50,637.44 | $51,360.00 |
| 46625HGY0 JP MORGAN CHASE & CO 6% 01/15/2018 | 20000 | $21,135 26 | $22,314 00 |
| 4812C1215 JPMORGAN MORTGAGE-BACKED SECURITIES FUND | 7342.657 | $84,000.00 | $83,853.00 |
| 532457AU2 ELI LILLY & CO 6% 03/15/2012 | 50000 | $49,973 00 | $50,544.00 |
| 548661CM7 LOWE'S COMPANIES INC LOWE'S CO INC 5.6% 09/15/2012 | 80000 | $81,007.86 | $82,613.00 |
| 6174466Q7 MORGAN STANLEY 6.625% 04/01/2018 | 20000 | $21,072.69 | $19,749 00 |
| 637432MN2 NATIONAL RURAL UTIL COOP 3.05% 03/01/2016 | 20000 | $20,008.20 | $21,007.00 |
| 68323AAU8 ONTARIO PROVINCE 3% 07/16/2018 | 30000 | $30,383.70 | $31,552.00 |
| 746173FT5 PURDUE IN UNIV COPS 5.388% 07/01/2022-2019 | 20000 | $22,342.20 | $22,660 00 |
| 792860AJ7 ST. PAUL TRAVELERS 6.25% 06/20/2016 | 20000 | $22,379.78 | $23,305.00 |
| 92976WBA3 WACHOVIA CORP 5 7% 08/01/2013 | 50000 | $50,120.80 | $53,094.00 |
| | | **$648,538.54** | **$667,993.00** |
| | | | |
| **line 13 Investments - other** | | | |
| **CUSIP/ Description** | **Units** | **(b) Book Value** | **.(c) Market Value** |
| 52106N889 LAZARD EMERGING MARKETS | 4242.001 | $78,646 71 | $71,266.00 |
| 722005626 PIMCO ALL ASSET FUND INSTITUTIONAL CLASS | 8695.652 | $100,000.00 | $100,348.00 |
| 888894847 DELAFIELD FUND INC | 7650.179 | $179,473.20 | $205,943.00 |
| 921908604 VANGUARD DIVIDEND GROWTH FUND | 31024.77 | $394,635 05 | $478,402.00 |
| | | **$752,754.96** | **$855,959.00** |
| | | | |
| **line 16 Total Assets** | | **$2,372,230.18** | **$2,761,127.35** |

# FORM 990-PF - PART IV
## CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS | | | | | 5,731. | |
| | | 450. ATHEROS COMMUNICATIONS<br>PROPERTY TYPE: SECURITIES | | | | | 10/26/2010 | 01/05/2011 |
| 19,984.00 | | 13,326.00 | | | | | 6,658.00 | |
| | | 75000. SOUTHERN CAL GAS CO 4.375% 01/15/<br>PROPERTY TYPE: SECURITIES | | | | | 02/06/2008 | 01/15/2011 |
| 75,000.00 | | 75,000.00 | | | | | | |
| | | 50000. TARGET CORP 6.35<br>PROPERTY TYPE: SECURITIES | | | | | 08/28/2007 | 01/15/2011 |
| 50,000.00 | | 50,000.00 | | | | | | |
| | | 150. MEDCO HEALTH SOLUTIONS INC<br>PROPERTY TYPE: SECURITIES | | | | | 11/23/2010 | 01/28/2011 |
| 9,319.00 | | 9,179.00 | | | | | 140.00 | |
| | | 50. RANDGOLD RESOURCES LIMITED<br>PROPERTY TYPE: SECURITIES | | | | | 06/11/2009 | 02/04/2011 |
| 3,983.00 | | 3,601.00 | | | | | 382.00 | |
| | | 200. CELGENE CORP<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 02/09/2011 |
| 10,120.00 | | 10,452.00 | | | | | -332.00 | |
| | | 325. MSCI INC - A<br>PROPERTY TYPE: SECURITIES | | | | | 09/08/2010 | 02/14/2011 |
| 11,689.00 | | 10,792.00 | | | | | 897.00 | |
| | | 500. MEDASSETS INC<br>PROPERTY TYPE: SECURITIES | | | | | 12/13/2007 | 03/01/2011 |
| 7,115.00 | | 10,494.00 | | | | | -3,379.00 | |
| | | 250. MEDASSETS INC<br>PROPERTY TYPE: SECURITIES | | | | | 04/14/2010 | 03/01/2011 |
| 3,557.00 | | 5,110.00 | | | | | -1,553.00 | |
| | | 350. NUVASIVE INC<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 03/01/2011 |
| 9,172.00 | | 6,391.00 | | | | | 2,781.00 | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 100. POLYPORE INTL INC<br>PROPERTY TYPE: SECURITIES | | | | | 03/17/2010 | 03/01/2011 |
| 5,544.00 | | 1,689.00 | | | | | 3,855.00 | |
| | | 45. HITACHI LTD ADR<br>PROPERTY TYPE: SECURITIES | | | | | 12/27/2010 | 03/14/2011 |
| 2,248.00 | | 2,243.00 | | | | | 5.00 | |
| | | 215. NIDEC CORP ADR<br>PROPERTY TYPE: SECURITIES | | | | | 11/25/2009 | 03/14/2011 |
| 4,338.00 | | 4,527.00 | | | | | -189.00 | |
| | | 105. NISSAN MOTOR CO LTD ADR<br>PROPERTY TYPE: SECURITIES | | | | | 02/04/2010 | 03/14/2011 |
| 1,849.00 | | 1,768.00 | | | | | 81.00 | |
| | | 75000. UNITED HEALTH GROUP 5.25% 03/15<br>PROPERTY TYPE: SECURITIES | | | | | 03/10/2006 | 03/15/2011 |
| 75,000.00 | | 75,000.00 | | | | | | |
| | | 700. GRAND CANYON EDUCATION INC<br>PROPERTY TYPE: SECURITIES | | | | | 02/15/2011 | 03/16/2011 |
| 10,065.00 | | 13,078.00 | | | | | -3,013.00 | |
| | | 50. SALESFORCE COM INC<br>PROPERTY TYPE: SECURITIES | | | | | 10/20/2008 | 03/18/2011 |
| 5,923.00 | | 1,540.00 | | | | | 4,383.00 | |
| | | 165. STATOIL ASA<br>PROPERTY TYPE: SECURITIES | | | | | 04/29/2010 | 03/24/2011 |
| 4,608.00 | | 4,023.00 | | | | | 585.00 | |
| | | 1000. ACTIVISION BLIZZARD INC<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 04/11/2011 |
| 11,050.00 | | 11,936.00 | | | | | -886.00 | |
| | | 115. LOGITECH INTL SA CHF0.25(REGD)<br>PROPERTY TYPE: SECURITIES | | | | | 01/23/2008 | 04/27/2011 |
| 1,621.00 | | 2,979.00 | | | | | -1,358.00 | |
| | | 40. BASF AGADR<br>PROPERTY TYPE: SECURITIES | | | | | 07/28/2010 | 05/10/2011 |
| 3,801.00 | | 2,392.00 | | | | | 1,409.00 | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 250. POLYCOM INC<br>PROPERTY TYPE: SECURITIES | | | | | 12/03/2010 | 05/10/2011 |
| 14,389.00 | | 9,639.00 | | | | | 4,750.00 | |
| | | 50. TENARIS S A SPONS ADR<br>PROPERTY TYPE: SECURITIES | | | | | 06/11/2009 | 05/10/2011 |
| 2,401.00 | | 1,595.00 | | | | | 806.00 | |
| | | 40. CANADIAN NATIONAL RY CO<br>PROPERTY TYPE: SECURITIES | | | | | 12/17/2008 | 05/20/2011 |
| 3,086.00 | | 1,512.00 | | | | | 1,574.00 | |
| | | 30. LVMH MOET HENNESSY ADR<br>PROPERTY TYPE: SECURITIES | | | | | 06/09/2010 | 05/20/2011 |
| 1,015.00 | | 642.00 | | | | | 373.00 | |
| | | 97.402 DELAFIELD FUND INC<br>PROPERTY TYPE: SECURITIES | | | | | 07/20/2010 | 05/25/2011 |
| 3,000.00 | | 2,285.00 | | | | | 715.00 | |
| | | 389.106 VANGUARD DIVIDEND GROWTH FUND<br>PROPERTY TYPE: SECURITIES | | | | | 07/20/2010 | 05/25/2011 |
| 6,000.00 | | 4,949.00 | | | | | 1,051.00 | |
| | | 100. GILEAD SCIENCES INC<br>PROPERTY TYPE: SECURITIES | | | | | 01/05/2011 | 05/26/2011 |
| 4,071.00 | | 3,772.00 | | | | | 299.00 | |
| | | 50. INTERCONTINENTALEXCHANGE INC<br>PROPERTY TYPE: SECURITIES | | | | | 02/03/2009 | 05/26/2011 |
| 6,009.00 | | 2,950.00 | | | | | 3,059.00 | |
| | | 250. JUNIPER NETWORKS INC<br>PROPERTY TYPE: SECURITIES | | | | | 03/19/2009 | 05/26/2011 |
| 9,217.00 | | 3,910.00 | | | | | 5,307.00 | |
| | | 50. STERICYCLE INC<br>PROPERTY TYPE: SECURITIES | | | | | 06/17/2009 | 05/26/2011 |
| 4,451.00 | | 2,513.00 | | | | | 1,938.00 | |
| | | 100. POLYPORE INTL INC<br>PROPERTY TYPE: SECURITIES | | | | | 03/17/2010 | 06/10/2011 |
| 5,903.00 | | 1,689.00 | | | | | 4,214.00 | |

# FORM 990-PF - PART IV
# CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 50. ROPER INDS INC NEW<br>PROPERTY TYPE: SECURITIES | | | | | 10/27/2008 | 06/10/2011 |
| 3,952.00 | | 1,935.00 | | | | | 2,017.00 | |
| | | 100. ULTIMATE SOFTWARE GROUP INC<br>PROPERTY TYPE: SECURITIES | | | | | 11/03/2008 | 06/10/2011 |
| 5,095.00 | | 1,399.00 | | | | | 3,696.00 | |
| | | 750. SCHWAB CHARLES CORP NEW<br>PROPERTY TYPE: SECURITIES | | | | | 10/06/2010 | 06/16/2011 |
| 11,857.00 | | 10,695.00 | | | | | 1,162.00 | |
| | | .5 HUTCHISON WHAMPOA LTD<br>PROPERTY TYPE: SECURITIES | | | | | 11/12/2010 | 07/18/2011 |
| 11.00 | | 11.00 | | | | | | |
| | | 70. HSBC HOLDINGS PLC-SPONS ADR<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 07/26/2011 |
| 3,486.00 | | 3,098.00 | | | | | 388.00 | |
| | | 450. NALCO HOLDING CO<br>PROPERTY TYPE: SECURITIES | | | | | 07/14/2009 | 07/26/2011 |
| 16,190.00 | | 7,452.00 | | | | | 8,738.00 | |
| | | 350. KOHLS CORP<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 08/03/2011 |
| 18,140.00 | | 11,006.00 | | | | | 7,134.00 | |
| | | 405. ST MICROELECTRONICS N V SHS ADR<br>PROPERTY TYPE: SECURITIES | | | | | 04/27/2011 | 08/04/2011 |
| 2,696.00 | | 4,929.00 | | | | | -2,233.00 | |
| | | 50. TENARIS S A SPONS ADR<br>PROPERTY TYPE: SECURITIES | | | | | 06/11/2009 | 08/04/2011 |
| 1,925.00 | | 1,595.00 | | | | | 330.00 | |
| | | 725. HOLOGIC INC<br>PROPERTY TYPE: SECURITIES | | | | | 02/01/2011 | 08/08/2011 |
| 11,119.00 | | 14,457.00 | | | | | -3,338.00 | |
| | | 100. AFFILIATED MANAGERS GROUP INC<br>PROPERTY TYPE: SECURITIES | | | | | 08/03/2011 | 08/18/2011 |
| 7,880.00 | | 9,813.00 | | | | | -1,933.00 | |

## FORM 990-PF - PART IV
## CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 200. CAVIUM INC<br>PROPERTY TYPE: SECURITIES | | | | | 07/26/2011 | 08/18/2011 |
| 5,338.00 | | 7,385.00 | | | | | -2,047.00 | |
| | | 500. JUNIPER NETWORKS INC<br>PROPERTY TYPE: SECURITIES | | | | | 03/31/2009 | 08/18/2011 |
| 9,965.00 | | 7,690.00 | | | | | 2,275.00 | |
| | | 50. ROPER INDS INC NEW<br>PROPERTY TYPE: SECURITIES | | | | | 10/27/2008 | 08/18/2011 |
| 3,382.00 | | 1,935.00 | | | | | 1,447.00 | |
| | | 125. GENPACT LTD<br>PROPERTY TYPE: SECURITIES | | | | | 03/22/2011 | 08/18/2011 |
| 1,886.00 | | 1,735.00 | | | | | 151.00 | |
| | | 8171.604 VANGUARD INTERMEDIATE-TERM INVE<br>PROPERTY TYPE: SECURITIES | | | | | 01/20/2010 | 08/24/2011 |
| 82,206.00 | | 80,000.00 | | | | | 2,206.00 | |
| | | 35. CANADIAN NATIONAL RY CO<br>PROPERTY TYPE: SECURITIES | | | | | 12/17/2008 | 08/26/2011 |
| 2,490.00 | | 1,323.00 | | | | | 1,167.00 | |
| | | 90. KUBOTA CORP ADR<br>PROPERTY TYPE: SECURITIES | | | | | 03/24/2011 | 08/26/2011 |
| 3,465.00 | | 4,639.00 | | | | | -1,174.00 | |
| | | 30000. MELLON FUNDING CORP 5.5% 11/15/20<br>PROPERTY TYPE: SECURITIES | | | | | 10/15/2009 | 08/26/2011 |
| 33,608.00 | | 31,348.00 | | | | | 2,260.00 | |
| | | 25. SIEMENS A G SPONSORED ADR<br>PROPERTY TYPE: SECURITIES | | | | | 04/20/2005 | 08/26/2011 |
| 2,536.00 | | 1,898.00 | | | | | 638.00 | |
| | | 30. AUTOLIV INC<br>PROPERTY TYPE: SECURITIES | | | | | 04/27/2010 | 09/19/2011 |
| 1,580.00 | | 1,583.00 | | | | | -3.00 | |
| | | 20. BASF AGADR<br>PROPERTY TYPE: SECURITIES | | | | | 07/21/2011 | 09/19/2011 |
| 1,278.00 | | 1,925.00 | | | | | -647.00 | |

# FORM 990-PF - PART IV
## CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 25. RIO TINTO PLC ADR<br>PROPERTY TYPE: SECURITIES | | | | | 02/09/2011 | 09/19/2011 |
| 1,383.00 | | 1,883.00 | | | | | -500.00 | |
| | | 165. KOMATSU LTD<br>PROPERTY TYPE: SECURITIES | | | | | 11/17/2010 | 09/27/2011 |
| 3,640.00 | | 4,478.00 | | | | | -838.00 | |
| | | 50000. FANNIE MAE 2.75% 03/28/2016<br>PROPERTY TYPE: SECURITIES | | | | | 03/30/2011 | 09/28/2011 |
| 50,000.00 | | 50,101.00 | | | | | -101.00 | |
| | | 250. RIGHTNOW TECHNOLOGIES INC<br>PROPERTY TYPE: SECURITIES | | | | | 07/26/2011 | 10/03/2011 |
| 8,178.00 | | 7,483.00 | | | | | 695.00 | |
| | | 425. ROBERT HALF INTERNATIONAL INC<br>PROPERTY TYPE: SECURITIES | | | | | 08/22/2011 | 10/17/2011 |
| 10,452.00 | | 9,381.00 | | | | | 1,071.00 | |
| | | 15. APPLE COMPUTER INC.<br>PROPERTY TYPE: SECURITIES | | | | | 10/21/2008 | 10/20/2011 |
| 5,940.00 | | 1,389.00 | | | | | 4,551.00 | |
| | | 25. BASF AGADR<br>PROPERTY TYPE: SECURITIES | | | | | 07/28/2010 | 10/21/2011 |
| 1,757.00 | | 1,495.00 | | | | | 262.00 | |
| | | 5. BASF AGADR<br>PROPERTY TYPE: SECURITIES | | | | | 07/21/2011 | 10/21/2011 |
| 351.00 | | 481.00 | | | | | -130.00 | |
| | | 35. RIO TINTO PLC ADR<br>PROPERTY TYPE: SECURITIES | | | | | 02/09/2011 | 10/21/2011 |
| 1,756.00 | | 2,636.00 | | | | | -880.00 | |
| | | 20. SIEMENS A G SPONSORED ADR<br>PROPERTY TYPE: SECURITIES | | | | | 04/20/2005 | 10/21/2011 |
| 2,052.00 | | 1,518.00 | | | | | 534.00 | |
| | | 250. EXPEDITORS INTERNATIONAL WASHINGTON<br>PROPERTY TYPE: SECURITIES | | | | | VAR | 10/25/2011 |
| 11,307.00 | | 7,283.00 | | | | | 4,024.00 | |

# FORM 990-PF - PART IV
## CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

| Kind of Property | | Description | | | | P or D | Date acquired | Date sold |
|---|---|---|---|---|---|---|---|---|
| Gross sale price less expenses of sale | Depreciation allowed/ allowable | Cost or other basis | FMV as of 12/31/69 | Adj. basis as of 12/31/69 | Excess of FMV over adj basis | | Gain or (loss) | |
| | | 325. DEVRY INC. DEL<br>PROPERTY TYPE: SECURITIES | | | | | 09/09/2011 | 11/17/2011 |
| 11,690.00 | | 13,395.00 | | | | | -1,705.00 | |
| | | 18. NALCO HOLDING CO<br>PROPERTY TYPE: SECURITIES | | | | | 07/14/2009 | 12/08/2011 |
| 698.00 | | 298.00 | | | | | 400.00 | |
| | | 658.328 VANGUARD DIVIDEND GROWTH FUND<br>PROPERTY TYPE: SECURITIES | | | | | 07/20/2010 | 12/08/2011 |
| 10,000.00 | | 8,374.00 | | | | | 1,626.00 | |
| | | .541 ECOLAB INC<br>PROPERTY TYPE: SECURITIES | | | | | 07/14/2009 | 12/12/2011 |
| 29.00 | | 13.00 | | | | | 16.00 | |
| | | 125. HARLEY DAVIDSON INC.<br>PROPERTY TYPE: SECURITIES | | | | | 08/03/2011 | 12/13/2011 |
| 4,570.00 | | 5,118.00 | | | | | -548.00 | |
| | | 250. JOHNSON CONTROLS INC<br>PROPERTY TYPE: SECURITIES | | | | | 03/19/2009 | 12/13/2011 |
| 7,560.00 | | 2,840.00 | | | | | 4,720.00 | |
| | | | | | | | ---------- | |
| TOTAL GAIN(LOSS) ...... | | ...................................... | | | | | 76,032. | |
| | | | | | | | ========== | |

THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 38-6055168

Schedule D Detail of Short-term Capital Gains and Losses

| Description | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Short-term Gain/Loss |
|---|---|---|---|---|---|
| | | | | | |
| CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT | PURPOSES | | | | |
| | | | | | |
| 450. ATHEROS COMMUNICATIONS | 10/26/2010 | 01/05/2011 | 19,984.00 | 13,326.00 | 6,658.00 |
| 150. MEDCO HEALTH SOLUTIONS INC | 11/23/2010 | 01/28/2011 | 9,319.00 | 9,179.00 | 140.00 |
| 200. CELGENE CORP | VAR | 02/09/2011 | 10,120.00 | 10,452.00 | -332.00 |
| 325. MSCI INC - A | 09/08/2010 | 02/14/2011 | 11,689.00 | 10,792.00 | 897.00 |
| 250. MEDASSETS INC | 04/14/2010 | 03/01/2011 | 3,557.00 | 5,110.00 | -1,553.00 |
| 100. POLYPORE INTL INC | 03/17/2010 | 03/01/2011 | 5,544.00 | 1,689.00 | 3,855.00 |
| 45. HITACHI LTD ADR | 12/27/2010 | 03/14/2011 | 2,248.00 | 2,243.00 | 5.00 |
| 700. GRAND CANYON EDUCATION INC | 02/15/2011 | 03/16/2011 | 10,065.00 | 13,078.00 | -3,013.00 |
| 165. STATOIL ASA | 04/29/2010 | 03/24/2011 | 4,608.00 | 4,023.00 | 585.00 |
| 1000. ACTIVISION BLIZZARD INC | VAR | 04/11/2011 | 11,050.00 | 11,936.00 | -886.00 |
| 40. BASF AGADR | 07/28/2010 | 05/10/2011 | 3,801.00 | 2,392.00 | 1,409.00 |
| 250. POLYCOM INC | 12/03/2010 | 05/10/2011 | 14,389.00 | 9,639.00 | 4,750.00 |
| 30. LVMH MOET HENNESSY ADR | 06/09/2010 | 05/20/2011 | 1,015.00 | 642.00 | 373.00 |
| 97.402 DELAFIELD FUND INC | 07/20/2010 | 05/25/2011 | 3,000.00 | 2,285.00 | 715.00 |
| 389.106 VANGUARD DIVIDEND GROWTH FUND | 07/20/2010 | 05/25/2011 | 6,000.00 | 4,949.00 | 1,051.00 |
| 100. GILEAD SCIENCES INC | 01/05/2011 | 05/26/2011 | 4,071.00 | 3,772.00 | 299.00 |
| 750. SCHWAB CHARLES CORP NEW | 10/06/2010 | 06/16/2011 | 11,857.00 | 10,695.00 | 1,162.00 |
| .5 HUTCHISON WHAMPOA LTD | 11/12/2010 | 07/18/2011 | 11.00 | 11.00 | |
| 405. ST MICROELECTRONICS N V SHS ADR | 04/27/2011 | 08/04/2011 | 2,696.00 | 4,929.00 | -2,233.00 |
| 725. HOLOGIC INC | 02/01/2011 | 08/08/2011 | 11,119.00 | 14,457.00 | -3,338.00 |
| 100. AFFILIATED MANAGERS GROUP INC | 08/03/2011 | 08/18/2011 | 7,880.00 | 9,813.00 | -1,933.00 |
| 200. CAVIUM INC | 07/26/2011 | 08/18/2011 | 5,338.00 | 7,385.00 | -2,047.00 |
| 125. GENPACT LTD | 03/22/2011 | 08/18/2011 | 1,886.00 | 1,735.00 | 151.00 |
| 90. KUBOTA CORP ADR | 03/24/2011 | 08/26/2011 | 3,465.00 | 4,639.00 | -1,174.00 |
| 20. BASF AGADR | 07/21/2011 | 09/19/2011 | 1,278.00 | 1,925.00 | -647.00 |
| 25. RIO TINTO PLC ADR | 02/09/2011 | 09/19/2011 | 1,383.00 | 1,883.00 | -500.00 |
| 165. KOMATSU LTD | 11/17/2010 | 09/27/2011 | 3,640.00 | 4,478.00 | -838.00 |
| 50000. FANNIE MAE 2.75% 03/28/2016 | 03/30/2011 | 09/28/2011 | 50,000.00 | 50,101.00 | -101.00 |
| 250. RIGHTNOW TECHNOLOGIES INC | 07/26/2011 | 10/03/2011 | 8,178.00 | 7,483.00 | 695.00 |
| 425. ROBERT HALF INTERNATIONAL INC | 08/22/2011 | 10/17/2011 | 10,452.00 | 9,381.00 | 1,071.00 |
| 5. BASF AGADR | 07/21/2011 | 10/21/2011 | 351.00 | 481.00 | -130.00 |
| 35. RIO TINTO PLC ADR | 02/09/2011 | 10/21/2011 | 1,756.00 | 2,636.00 | -880.00 |
| **Totals** | | | | | |

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THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 38-6055168

Schedule D Detail of Short-term Capital Gains and Losses

| Description | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Short-term Gain/Loss |
|---|---|---|---|---|---|
| 325. DEVRY INC. DEL | 09/09/2011 | 11/17/2011 | 11,690.00 | 13,395.00 | -1,705.00 |
| 125. HARLEY DAVIDSON INC. | 08/03/2011 | 12/13/2011 | 4,570.00 | 5,118.00 | -548.00 |
| TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES | | | 258,010.00 | 256,052.00 | 1,958.00 |
| **Totals** | | | 258,010.00 | 256,052.00 | 1,958.00 |

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THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 38-6055168

Schedule D Detail of Long-term Capital Gains and Losses

| Description | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Long-term Gain/Loss |
|---|---|---|---|---|---|
| | | | | | |
| CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT | PURPOSES | | | | |
| | | | | | |
| 75000. SOUTHERN CAL GAS CO 4.375% | | | | | |
| 01/15/2011 | 02/06/2008 | 01/15/2011 | 75,000.00 | 75,000.00 | |
| 50000. TARGET CORP | 08/28/2007 | 01/15/2011 | 50,000.00 | 50,000.00 | |
| 50. RANDGOLD RESOURCES LIMITED | 06/11/2009 | 02/04/2011 | 3,983.00 | 3,601.00 | 382.00 |
| 500. MEDASSETS INC | 12/13/2007 | 03/01/2011 | 7,115.00 | 10,494.00 | -3,379.00 |
| 350. NUVASIVE INC | VAR | 03/01/2011 | 9,172.00 | 6,391.00 | 2,781.00 |
| 215. NIDEC CORP ADR | 11/25/2009 | 03/14/2011 | 4,338.00 | 4,527.00 | -189.00 |
| 105. NISSAN MOTOR CO LTD ADR | 02/04/2010 | 03/14/2011 | 1,849.00 | 1,768.00 | 81.00 |
| 75000. UNITED HEALTH GROUP 5.25% | | | | | |
| 03/15/2011 | 03/10/2006 | 03/15/2011 | 75,000.00 | 75,000.00 | |
| 50. SALESFORCE COM INC | 10/20/2008 | 03/18/2011 | 5,923.00 | 1,540.00 | 4,383.00 |
| 115. LOGITECH INTL SA CHF0.25(REGD) | 01/23/2008 | 04/27/2011 | 1,621.00 | 2,979.00 | -1,358.00 |
| 50. TENARIS S A SPONS ADR | 06/11/2009 | 05/10/2011 | 2,401.00 | 1,595.00 | 806.00 |
| 40. CANADIAN NATIONAL RY CO | 12/17/2008 | 05/20/2011 | 3,086.00 | 1,512.00 | 1,574.00 |
| 50. INTERCONTINENTALEXCHANGE INC | 02/03/2009 | 05/26/2011 | 6,009.00 | 2,950.00 | 3,059.00 |
| 250. JUNIPER NETWORKS INC | 03/19/2009 | 05/26/2011 | 9,217.00 | 3,910.00 | 5,307.00 |
| 50. STERICYCLE INC | 06/17/2009 | 05/26/2011 | 4,451.00 | 2,513.00 | 1,938.00 |
| 100. POLYPORE INTL INC | 03/17/2010 | 06/10/2011 | 5,903.00 | 1,689.00 | 4,214.00 |
| 50. ROPER INDS INC NEW | 10/27/2008 | 06/10/2011 | 3,952.00 | 1,935.00 | 2,017.00 |
| 100. ULTIMATE SOFTWARE GROUP INC | 11/03/2008 | 06/10/2011 | 5,095.00 | 1,399.00 | 3,696.00 |
| 70. HSBC HOLDINGS PLC-SPONS ADR | VAR | 07/26/2011 | 3,486.00 | 3,098.00 | 388.00 |
| 450. NALCO HOLDING CO | 07/14/2009 | 07/26/2011 | 16,190.00 | 7,452.00 | 8,738.00 |
| 350. KOHLS CORP | VAR | 08/03/2011 | 18,140.00 | 11,006.00 | 7,134.00 |
| 50. TENARIS S A SPONS ADR | 06/11/2009 | 08/04/2011 | 1,925.00 | 1,595.00 | 330.00 |
| 500. JUNIPER NETWORKS INC | 03/31/2009 | 08/18/2011 | 9,965.00 | 7,690.00 | 2,275.00 |
| 50. ROPER INDS INC NEW | 10/27/2008 | 08/18/2011 | 3,382.00 | 1,935.00 | 1,447.00 |
| 8171.604 VANGUARD INTERMEDIATE-TERM | 01/20/2010 | 08/24/2011 | 82,206.00 | 80,000.00 | 2,206.00 |
| 35. CANADIAN NATIONAL RY CO | 12/17/2008 | 08/26/2011 | 2,490.00 | 1,323.00 | 1,167.00 |
| 30000. MELLON FUNDING CORP 5.5% | | | | | |
| 11/15/2018 | 10/15/2009 | 08/26/2011 | 33,608.00 | 31,348.00 | 2,260.00 |
| 25. SIEMENS A G SPONSORED ADR | 04/20/2005 | 08/26/2011 | 2,536.00 | 1,898.00 | 638.00 |
| 30. AUTOLIV INC | 04/27/2010 | 09/19/2011 | 1,580.00 | 1,583.00 | -3.00 |
| **Totals** | | | | | |

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THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 38-6055168

Schedule D Detail of Long-term Capital Gains and Losses

| Description | Date Acquired | Date Sold | Gross Sales Price | Cost or Other Basis | Long-term Gain/Loss |
|---|---|---|---|---|---|
| 15. APPLE COMPUTER INC. | 10/21/2008 | 10/20/2011 | 5,940.00 | 1,389.00 | 4,551.00 |
| 25. BASF AGADR | 07/28/2010 | 10/21/2011 | 1,757.00 | 1,495.00 | 262.00 |
| 20. SIEMENS A G SPONSORED ADR | 04/20/2005 | 10/21/2011 | 2,052.00 | 1,518.00 | 534.00 |
| 250. EXPEDITORS INTERNATIONAL | | | | | |
| WASHINGTON INC | VAR | 10/25/2011 | 11,307.00 | 7,283.00 | 4,024.00 |
| 18. NALCO HOLDING CO | 07/14/2009 | 12/08/2011 | 698.00 | 298.00 | 400.00 |
| 658.328 VANGUARD DIVIDEND GROWTH FUND | 07/20/2010 | 12/08/2011 | 10,000.00 | 8,374.00 | 1,626.00 |
| .541 ECOLAB INC | 07/14/2009 | 12/12/2011 | 29.00 | 13.00 | 16.00 |
| 250. JOHNSON CONTROLS INC | 03/19/2009 | 12/13/2011 | 7,560.00 | 2,840.00 | 4,720.00 |
| TOTAL CAPITAL GAINS (LOSSES) HELD FOR INVESTMENT PURPOSES | | | 488,966.00 | 420,941.00 | 68,025.00 |
| **Totals** | | | 488,966.00 | 420,941.00 | 68,025.00 |

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FEDERAL CAPITAL GAIN DIVIDENDS

LONG-TERM CAPITAL GAIN DIVIDENDS

15% RATE CAPITAL GAIN DIVIDENDS

| | |
|---|---|
| TOTAL 15% RATE CAPITAL GAIN DIVIDENDS | 5,731.00 |
| TOTAL LONG-TERM CAPITAL GAIN DIVIDENDS | 5,731.00 |

Form **8868** (Rev January 2012) Department of the Treasury Internal Revenue Service

# Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ File a separate application for each return.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

***Do not complete Part II unless*** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing *(e-file)*.** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits.*

**Part I** **Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . . ▶ [ ]

*All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns*

**Enter filer's identifying number, see instructions**

**Type or print**

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions.
THE HOLLEY FOUNDATION C/O THE PRIVATE BANK 1035005411

Employer identification number (EIN) or
[X] 38-6055168

Number, street, and room or suite no If a P O box, see instructions
38505 WOODWARD AVE SUITE 1300

Social security number (SSN) [ ]

City, town or post office, state, and ZIP code. For a foreign address, see instructions
BLOOMFIELD HILLS, MI 48304

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . 0 4

| Application Is For | Return Code | Application Is For | Return Code |
|---|---|---|---|
| Form 990 | 01 | Form 990-T (corporation) | 07 |
| Form 990-BL | 02 | Form 1041-A | 08 |
| Form 990-EZ | 01 | Form 4720 | 09 |
| Form 990-PF | 04 | Form 5227 | 10 |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05 | Form 6069 | 11 |
| Form 990-T (trust other than above) | 06 | Form 8870 | 12 |

- The books are in the care of ▶ THE PRIVATE BANK - TRUST DEPT

Telephone No ▶ (248)988-8772 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15, 20 12, to file the exempt organization return for the organization named above. The extension is for the organization's return for:
▶ [X] calendar year 20 11 or
▶ [ ] tax year beginning ______, 20 ___, and ending ______, 20 ___.

**2** If the tax year entered in line 1 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

| | | | |
|---|---|---|---|
| **3a** | If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions. | 3a | $ 2,407. |
| **b** | If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit | 3b | $ 4,040. |
| **c** | **Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions. | 3c | $ |

**Caution.** If you are going to make an electronic fund withdrawal with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

**For Privacy Act and Paperwork Reduction Act Notice, see Instructions.** Form **8868** (Rev 1-2012)